

1 IN THE UNITED STATES DISTRICT COURT

2 FOR THE EASTERN DISTRICT OF TEXAS

3 MARSHALL DIVISION

4 - - -

5 PATTY BEALL, MATTHEW MAXWELL,)
6 DAVID GRAVELY, TALINA MCELHANY,)
7 KELLY HAMPTON, CASEY BROWN,)
8 JASON BONNER, KEVIN TULLOS,)
9 ANTHONY DODD, ILENE MEYERS,)
10 TOM O'HAVER, JOY BIBLES, DON)
11 LOCCHI and MELISSA PASTOR,)
12 Individually and on behalf of)
13 all others similarly situated;)

14 Plaintiffs)

15 vs.)

2:08-cv-422-TJW

16 TYLER TECHNOLOGIES, INC., and)
17 EDP ENTERPRISES, INC.)

18 Defendants.)
19 -----)
20

21 DEPOSITION OF

22 CHRISTOPHER HEPBURN

23 PORTLAND, MAINE

24 AUGUST 18, 2010

25 ATKINSON-BAKER, INC.
COURT REPORTERS
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REPORTED BY: Cheryl C. Pieske, RMR

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Individually and on behalf of)
all others similarly situated;)
Plaintiff,)
vs.) 2:08-cv-422 TJW
TYLER TECHNOLOGIES, INC., and,)
EDP ENTERPRISES, INC.,)
Defendants.)

Deposition of CHRISTOPHER HEPBURN, taken on
behalf of Plaintiff, at Congress Street, Portland, Maine,
commencing at 8:32 a.m., Wednesday, August 18, 2010, before
Cheryl C. Pieske, RMR, Court Reporter and Notary
Public.

A P P E A R A N C E S:

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Lawton, Oklahoma 73502-0365

FOR DEFENDANT:

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BY: PAULO B. McKEEBY, ESQ.
1717 Main Street, Suite 3200
Dallas, Texas, 75201-7347

TYLER TECHNOLOGIES, INC.
H. LYNN MOORE, ESQ.
In-house Counsel

1 you an implementation specialist? 08:49:15

2 A. You're testing my memory. That's a difficult 08:49:22

3 question to answer. When I started, the support 08:49:26

4 specialist and implementation specialist roles were 08:49:29

5 really combined. So I would say 2 years. 08:49:32

6 Q. Okay. Was that before Tyler Technologies 08:49:34

7 purchased the division you were working in or after? 08:49:38

8 A. Before. 08:49:41

9 Q. Before. Was that also MUNIS? 08:49:41

10 A. Yes. 08:49:44

11 Q. And when you became vice-president of services 08:49:48

12 in MUNIS, was that before or after Tyler Technologies 08:49:51

13 purchased your division? 08:49:54

14 A. Did you say vice-president of services? 08:50:01

15 Q. I think I did, and I may have written it down 08:50:04

16 incorrectly and I apologize. 08:50:07

17 A. That's okay. I believe that was after Tyler 08:50:08

18 had acquired us. 08:50:11

19 Q. Okay. Do you recall the date when Tyler 08:50:12

20 acquired MUNIS? 08:50:15

21 A. Not the specific date. On or around 1999, in 08:50:17

22 1999. 08:50:22

23 Q. Right. And that's fine. And when did you 08:50:22

24 become president of Schools? 08:50:26

25 A. January of this year. 08:50:28

1 Q. Okay. Now, I'm going to go back just a little 08:50:31
2 bit. You said -- to the documents that you reviewed, the 08:50:43
3 job descriptions, the evaluations, the time sheets, and 08:50:47
4 the notice. Why did you review those particular 08:50:49
5 documents? 08:50:54

6 A. They were presented by Paulo, and I was asked 08:50:54
7 to review them to prepare for today. 08:51:02

8 Q. Okay. Did you review any documents on your own 08:51:06
9 to help you prepare for this deposition today? 08:51:10

10 A. No. 08:51:13

11 Q. Okay. When you were an implementation 08:51:15
12 specialist and support specialist, how were those two 08:51:27
13 jobs combined? What were the duties of them? 08:51:29

14 A. In a small company, which we were, when I was 08:51:32
15 not answering phones as a support specialist, I would go 08:51:40
16 on site to clients to perform implementation services. 08:51:45

17 Q. Okay. And what were the implementation 08:51:52
18 services you performed? 08:51:54

19 A. It would be a very long list. I'll try to 08:51:55
20 summarize the highlights. 08:52:04

21 Q. Sure. 08:52:05

22 A. Analyze their -- their current business 08:52:06
23 practices, determine any changes to business practices, 08:52:11
24 configure software to adhere to those changing business 08:52:21
25 practices, review configuration with client, receive 08:52:26

1 client acceptance, review conversion files, load 08:52:35
2 conversion files, educate senior staff and user staff on 08:52:48
3 application, assist with go-live transition, assist with 08:53:05
4 post go-live support, and those are very high level. I'm 08:53:10
5 not encompassing all. 08:53:15
6 Q. Would you say those were the primary duties? 08:53:17
7 A. The primary ones I can recall. 08:53:19
8 Q. Okay. And what did you have to do when you 08:53:24
9 were analyzing current business practices of a customer? 08:53:35
10 A. A lot of question and answer, interviewing, 08:53:37
11 why -- learning why they do -- why they do what they do 08:53:46
12 in the order that they do things, what changes they would 08:53:51
13 like to make. In summary, a lot of interviewing. 08:53:55
14 Q. And what is the purpose of that interviewing? 08:53:58
15 I know it's to find out what they're doing, but I 08:54:01
16 understand the surface purpose. But what was the purpose 08:54:04
17 for you as an implementation specialist? 08:54:06
18 A. Primarily to see if there were any business 08:54:12
19 changes that the client would like to undertake. 08:54:14
20 Q. Okay. And what software module were you 08:54:16
21 implementing? 08:54:22
22 A. MUNIS. 08:54:23
23 Q. Okay. And was it -- what particular part of 08:54:23
24 MUNIS? Anything specific? 08:54:28
25 A. All. 08:54:30

1 Q. All of it? 08:54:31

2 A. (Nodding.) 08:54:31

3 Q. Okay. Did you have a list of questions that 08:54:32

4 you asked all the customers or a basic list that you went 08:54:37

5 from? 08:54:42

6 A. No. I would say it was very dynamic. 08:54:42

7 Q. Uh-hmm. How so? 08:54:46

8 A. There was no pre-determined list of questions 08:54:48

9 that I was given or we had at the time. 08:54:55

10 Q. What was your purpose in asking these 08:54:57

11 particular questions? And I know we've talked about to 08:55:04

12 see if there were any business changes they wanted to 08:55:07

13 make, but how was that important to you if there was a 08:55:09

14 business change that the customer wanted to make? 08:55:11

15 A. I'll provide an example. Would that be -- 08:55:13

16 Q. Sure. 08:55:17

17 A. -- that be okay? We'll take accounts payable. 08:55:18

18 They have a choice whether they would like to centralize 08:55:25

19 accounts payable functions or decentralize accounts 08:55:30

20 payable functions. That one decision impacts software 08:55:34

21 configuration and subsequent education. 08:55:37

22 Q. Okay. And would you tell the client which one 08:55:46

23 they should do? 08:55:52

24 A. No. My role was to explain the differences, 08:55:53

25 the pros of one, cons of one, pros of other, cons of 08:56:00

1 you an implementation specialist? 08:49:15

2 A. You're testing my memory. That's a difficult 08:49:22

3 question to answer. When I started, the support 08:49:26

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23 they should do? 08:55:52

24 A. No. My role was to explain the differences, 08:55:53

25 the pros of one, cons of one, pros of other, cons of 08:56:00

1 other. Ultimately, it's their decision. My role would 08:56:04
2 be to offer -- 08:56:07
3 Q. Options. 08:56:10
4 A. -- options and the detailed analysis of those 08:56:11
5 options but not a recommendation. 08:56:15
6 Q. And when you say the detailed analysis, you're 08:56:17
7 referring to the particular effects each option would 08:56:19
8 have in terms of how they functioned; is that correct? 08:56:24
9 A. That -- correct. 08:56:27
10 Q. In other words, if it's centralized, you're 08:56:32
11 going to go through these particular steps to do things; 08:56:34
12 and if it's decentralized, you're going to go through 08:56:40
13 these particular steps to do things. Is that right? 08:56:42
14 A. Correct. Correct, steps and who authorizes 08:56:45
15 data, who enters data, at what points does data get 08:56:52
16 authorized, and again who has the authorization to bless 08:56:57
17 data. We're talking about checks going out to vendors. 08:57:04
18 Q. All right. When you're talking about 08:57:06
19 authorization, do you tell the client who should be 08:57:08
20 authorized to have access to certain information? 08:57:11
21 A. Again, no. It wouldn't be my place to tell 08:57:14
22 them who should have authorization; just simply an 08:57:19
23 authorization point needs to be made, who do they want to 08:57:22
24 denote as that individual. 08:57:26
25 Q. Okay. Is there anything else about analyzing 08:57:28

1 their current business practices that you used to do as 08:57:32
2 an implementation specialist and support specialist -- 08:57:36
3 actually, we're just talking about the implementation 08:57:39
4 role -- 08:57:41
5 A. Uh-hmm. 08:57:41
6 Q. -- that we haven't talked about. 08:57:42
7 MR. McKEEBY: Go ahead, if you understand. 08:57:44
8 A. The example I gave was one of -- 08:57:50
9 BY MS. RAY: 08:58:00
10 Q. Many? 08:58:00
11 A. -- hundreds. 08:58:00
12 Q. Yeah. 08:58:01
13 A. But I think it provides a good illustration of 08:58:02
14 a specific question. There's no specific answer. 08:58:06
15 There's no clear-cut you will do this. It's presenting a 08:58:10
16 question, presenting the different options of the 08:58:17
17 question, gathering that information and then having the 08:58:19
18 connection of how that impacts the software 08:58:25
19 configuration. 08:58:27
20 Q. All right. And I think -- if I understand you 08:58:28
21 correctly, that with the exception of the many other 08:58:30
22 examples that you could provide as to how that worked, 08:58:34
23 we've discussed everything that you would have to have 08:58:36
24 done when you analyze the current business practices of a 08:58:40
25 customer? 08:58:44

1 A. I wouldn't say that. That is -- questions and 08:58:47
2 answers are one example. There could be others, off the 08:58:51
3 top of my head, of what I had conducted. 08:58:54
4 Q. Okay. Like what? 08:58:57
5 A. Another example would be their banking. Did 08:58:58
6 they want positive pay, did I have to contact the bank, 08:59:07
7 obtain bank files. So that would be something that I 08:59:11
8 would have done on behalf of the client, but it wouldn't 08:59:14
9 be a question-and-answer session -- 08:59:17
10 Q. Uh-hmm. 08:59:18
11 A. -- in that type of analysis. 08:59:19
12 Q. Was that part of your normal duties, or was 08:59:21
13 that something that was -- just came up on occasion? 08:59:23
14 MR. MCKEEBY: Object to the form of the question. 08:59:26
15 You can answer. 08:59:32
16 A. Every single client is different. Every single 08:59:33
17 implementation is different. There is no -- there is no 08:59:38
18 cookie cutter approach. So it's hard for me to answer 08:59:42
19 that because at Client A, I may have dealt with the 08:59:45
20 banking items. At Client B I may not have. So it's -- I 08:59:50
21 think the example is just that. It's an example but not 08:59:57
22 meant to imply that that's -- that there was a set -- a 09:00:01
23 set model that was repeatable. 09:00:08
24 Q. There would be things that would come up 09:00:11
25 repetitively though, correct? 09:00:13

1	A. Certainly.	09:00:14
2	Q. What types of things would come up	09:00:18
3	repetitively?	09:00:20
4	A. In a financial application and payroll	09:00:20
5	application and tax and utilities, which is what MUNIS	09:00:30
6	is, you would have a chart of accounts, you would have	09:00:34
7	vendors, you would have employees, you would have	09:00:38
8	customers that you were going to bill. You'd have those	09:00:40
9	repetitive situations that you would need to establish in	09:00:44
10	the software.	09:00:49
11	Q. And the software didn't change, correct, unless	09:00:49
12	there was a new version or, you know, something like that	09:00:53
13	happened?	09:00:56
14	A. I would say it changed a lot.	09:00:56
15	Q. Okay. How did it change?	09:00:58
16	A. There are -- the developers are showing up to	09:00:59
17	work every day. They're constantly changing the	09:01:06
18	software. That's their job. So I would expect at client	09:01:09
19	A to work with a version of software that was different	09:01:14
20	from client B.	09:01:17
21	Q. Uh-hmm.	09:01:17
22	A. I guess I was just -- just used to that.	09:01:18
23	Q. And the versions that would come in and change,	09:01:21
24	would they be updates?	09:01:24
25	A. You could have two paths. An update is	09:01:25

1 something that I would consider be given to every client, 09:01:32
2 and then there's another path which is you could be 09:01:36
3 working with a client that is receiving custom software 09:01:38
4 modifications. 09:01:43

5 Q. And I'm going to get back to that in a minute. 09:01:43
6 Is there anything else that you can think of that you 09:01:48
7 would do when you were analyzing current business 09:01:51
8 practices? 09:01:54

9 A. Off the top of my head, I think that's the 09:02:00
10 major predominant items that I performed. 09:02:02

11 Q. Now, the next thing you said that you would do 09:02:06
12 is determine changes in their business practice. Is that 09:02:08
13 kind of really along the lines of what we've already 09:02:13
14 discussed, or is there something different to that? 09:02:16

15 A. I don't -- I don't believe I would determine 09:02:18
16 the changes. My role was to ask questions to see if the 09:02:26
17 client wanted to change their business practices. 09:02:31

18 Q. Okay. So, once again, that's really kind of 09:02:34
19 talking about what we have already talked about in the 09:02:38
20 analyzing the current business practices, correct? It's 09:02:41
21 not like something totally different? 09:02:44

22 A. It's a part of that process. 09:02:46

23 Q. Right. Okay. I just want to make sure I 09:02:48
24 understood. 09:02:50

25 A. Okay. 09:02:51

1 Q. There is nothing else that we haven't discussed 09:02:51
2 that goes into determining the changes in the business 09:02:53
3 practice within the confines of what we already 09:02:56
4 discussed? 09:03:04
5 A. My hesitation is there -- there could be other 09:03:04
6 items that I'm just not recalling right now. 09:03:16
7 Q. Okay. 09:03:18
8 A. I don't want to imply that it's a finite or 09:03:19
9 it's a black-and-white list or it's follow checklist 1 09:03:23
10 through 10. It's anything but follow checklist 1 through 09:03:27
11 10. 09:03:30
12 Q. If you recall something different, would you 09:03:30
13 please notify your attorney so that he could let us know? 09:03:32
14 A. Yes, I will. 09:03:36
15 MR. McKEEBY: Or if something triggers your 09:03:37
16 recollection during the day, we can take a break -- 09:03:39
17 MS. RAY: Absolutely. 09:03:41
18 MR. McKEEBY: -- and we can come back to that point. 09:03:42
19 BY MS. RAY: 09:03:43
20 Q. The next thing you talked about was configuring 09:03:43
21 software to adhere to the client's practices. Can you 09:03:46
22 tell me what you did to configure the software to adhere 09:03:52
23 to the client's practices? 09:03:55
24 A. I will use the -- I will continue with the 09:03:56
25 example of accounts payable. If a client during the 09:04:00

1 question-and-answer session stated that they historically 09:04:06
2 have always run accounts payable invoice out of a central 09:04:11
3 accounts payable office at town or city hall and they 09:04:17
4 find that to be inefficient and they'd like to 09:04:20
5 decentralize that process, then that answer would lead me 09:04:23
6 down a path of having to ask who at each department would 09:04:30
7 be entering those invoices, set those users up in the 09:04:37
8 system, set the department codes up in the system so that 09:04:40
9 user A is in department 1, user B is in department 2; and 09:04:45
10 then the data that's entered at the user's would have to 09:04:51
11 funnel to an appropriate person within the central. It 09:04:56
12 could be more than one person. So then I would have to 09:04:59
13 configure work flow to say that if departments 1, 2, 3 09:05:02
14 would go to one person in central accounts payable, and 09:05:07
15 departments 4, 5, 6 would go to another. I would have to 09:05:12
16 train them and make sure they understood that when it was 09:05:15
17 their turn to review and approve those invoices, what 09:05:19
18 they did, and that training would be completely different 09:05:23
19 if the next client said, well, we would just as soon keep 09:05:29
20 it as a central accounts payable function. Then there 09:05:33
21 wouldn't be a departmental need. There wouldn't be the 09:05:38
22 work flow need. But then I would need to educate the 09:05:41
23 departmental folks on how to enter an invoice and how to 09:05:44
24 approve it, et cetera. So two different -- two different 09:05:47
25 implementations. 09:05:52